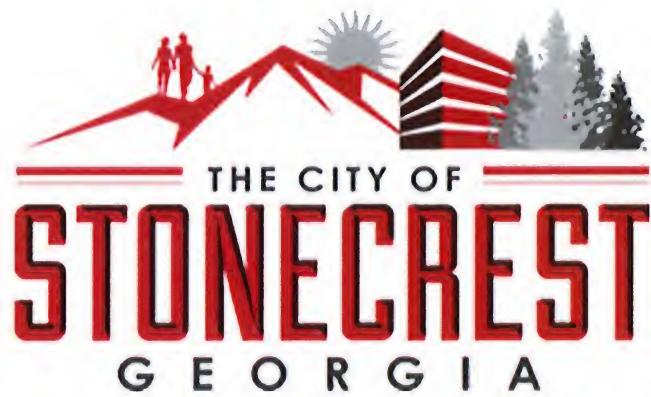


AMAZON HQ2 PROPOSAL



Submitted by The City of Stonecrest
3120 Stonecrest Boulevard
Stonecrest, Georgia 30038

October 19, 2017

WELCOME TO THE CITY OF AMAZON!

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INTRODUCTION

Welcome to the City of Amazon!

On October 2, 2017 the City of Stonecrest approved a resolution to de-annex 345 acres of land off Lithonia Industrial Boulevard and rename the site: Amazon, Georgia in an effort to be creative, "think outside the box" and offer Amazon an opportunity to create a corporate city with an eternal brand. With shipments coming from Amazon, Georgia; Amazon HQ2 could have a lasting legacy while allowing the City of Stonecrest to handle all their city services. City and state leaders are ready to welcome Amazon to the City of Stonecrest and the City of Amazon, Georgia!

The City of Stonecrest is located in the southeastern portion of DeKalb County with a population of 53,000 (DeKalb, largest city). Stonecrest cityhood was approved by voters in the November 2016 General Election after a dedicated effort by the Stonecrest City Alliance, a group of involved residents whose priority was to create a more economically viable future for the Stonecrest community. In March 2017, the residents of Stonecrest elected their first mayor and five-member City Council.

Mayor Jason Lary is committed to improving the economic conditions in the city and is eager to work creatively to accomplish this mission. Amazon's recent announcement to create a second headquarters is one that Stonecrest is ready to champion. Unlike most metropolitan cities, Stonecrest has an abundance of available land space, access to a major highway, arterial roads, mass transit and more. The business friendly-climate and professionalism of all the elected officials make Stonecrest the ideal location for the second Amazon Headquarters.

KEY PREFERENCE AREAS

A suburb of Atlanta, Stonecrest is conveniently located near the heart of the city. A drive to the city-center and education hub at the Georgia Institute of Technology, home to an abundance of technical talent, is just 25 minutes away. A mere 30 minutes from Stonecrest is the world's busiest airport, Hartsfield-Jackson International.

Site/Building

The City of Stonecrest has 345 acres of available greenspace upon which Amazon could locate a new headquarters. With more than the requested 100 acres, Amazon will have the option to expand, build residential and mixed-use developments, parks and more. Amazon has the advantage of being creative with this space and building whatever they need with land to spare. Most of the land is currently zoned Heavy Industrial (HI); however, there are two small parcels that are zoned Light Industrial (LI). Stonecrest is immediately ready to welcome Amazon HQ2 to our great city with zero cost for the land.

Land Survey / Map

An industrial tract worksheet is included and can be used for site plans. Because this is greenspace, Amazon has the flexibility to design and create the space exactly as they prefer. Amazon could take advantage of the additional acreage by creating an industrial hub for the company. *See attached map.*

Zoning

A majority of the property is zoned Heavy Industrial (HI) with the remainder zoned Light Industrial (LI).

Existing Infrastructure

Sanitary sewer and water connections are available at the proposed site and any requested improvements can be made once Stonecrest is selected. The City of Stonecrest will receive in excess of \$40 million in funds which can be used for infrastructure improvements with our Special Purpose Local Option Sales Tax (SPLOST) this fall.

Current Property Ownership

The property is currently owned by one family and is managed by their attorney. All involved parties coordinate with this attorney and are eager to work with the City of Stonecrest and Amazon to bring 50,000 jobs to the City of Stonecrest.

There is no governmental or state control of the property at this time; however, the City of Stonecrest is preparing to purchase the property from the current owner and offer it at no cost to the Amazon if selected.

Logistics

Stonecrest is a suburb of Atlanta, located just 25 minutes from the heart of the city-center. The 345 acres of available greenspace is located within walking distance of major highways and arterial roads, including Lithonia Industrial Park and a short drive to Interstate 20. Stonecrest is also just 30 minutes from Hartsfield International Airport.

Location / Transportation

Stonecrest is located off Interstate 20 which connects to major roadways such as Lithonia Industrial Boulevard and Panola Road. Stonecrest is 30 from Hartsfield International Airport. The Metropolitan Atlanta Rapid Transit Authority (MARTA), the rail line in metropolitan Atlanta, has included three stops in its existing MARTA expansion plan. One of these stops is directly at the proposed Amazon site. The schedule for completion coincides with Amazon's timeline and could be expedited if Stonecrest is selected. *See attached map.*

Parks / Trails

Stonecrest is home to the Arabia Mountain National Heritage Area, which offers nature, biking and walking trails. It hosts several events throughout the year and is open for the public to enjoy. Much of this trail resides immediately near the proposed Amazon site, offering a beautiful option for employees to explore. The City of Stonecrest is considering an expansion of the Arabia Mountain trail to enhance the proposed Amazon site. *See attached map.*

Labor Force

The City of Stonecrest is just 25 minutes away from the Georgia Institute of Technology and the education hub of the metropolitan Atlanta area, to include Georgia State University, Emory University and the University of Georgia to the north. The MBA program at Georgia State University and Emory University offers a pool of talented students and graduates with skills in logistics and transportation management. Strong technical talent is born in this city and Stonecrest is a short commute from the city-center.

Capital and Operating Costs / Incentives

Stonecrest is a new city that was built with the promise of no new taxes to the residential and business community. In addition to 345 acres of free greenspace, Amazon will take advantage of the 0% millage rate in the city of Stonecrest as well as waivers of business fees. Business owners in the Lithonia Industrial Park and surrounding areas have expressed an interest in establishing a Community Improvement District (CID) to spur economic development in the area. A CID is a defined area in which businesses pay an additional millage. Funds raised from the additional millage are spent directly within the CID and can be used for seven purposes: water, public transportation, street and road maintenance, parks and recreational areas and facilities, storm water and sewage, parking and other areas to include public safety and additional beautification projects. CIDs have been hugely successful in Georgia and have led to increased property values, transformation of business districts, increased business recruitment and more. The halo effect of economic development is also apparent as surrounding areas also benefit from the CID.

Additionally, the State of Georgia offers a plethora of business and tax incentives to businesses bringing new jobs and capital investment into the State and Amazon would be eligible for many of these to include the Mega Project Tax Credit which is based on capital investment, for which Amazon exceeds the minimum requirements.

STONCREST BUSINESSES

Acuity Brands, Inc. (NYSE: AYI), the leading provider of lighting and building management solutions with \$3.3B in sales in 2016 and 12,000 employees in North America, Europe and Asia. With a focus on technology and data analytics, Acuity attracts and retains strong technical talent in their employment pool. Various engineers, application developers and technicians are employed by Acuity which is headquartered in Stonecrest, GA.

Bosch, the leading IoT company providing mobility solutions, industrial technology, consumer goods and energy and building technology. Bosch employs 390,000 people worldwide and generated \$13.7B in sales in 2016. Bosch is able to attract and retain the technical talent necessary in Stonecrest.

HomeChef is a meal delivery service company that provides meal kits and recipes to subscribers. HomeChef employs roughly 700 people and delivers 2.5 million meals monthly across the United States.

Atlanta Sports City (ASC) is a 190-acre sports and entertainment development that will be located adjacent to the Mall at Stonecrest. ASC will feature a myriad of sports facilities, retail and dining venues, hotels, a 15,000-seat professional stadium and more. A map and brochure are included for more information.

AMAZON, GEORGIA

Amazon has the unique opportunity to create its own city if Stonecrest is selected. Because Stonecrest is a new city, they have the flexibility to be more creative than our competitors. Amazon could create a corporate city in the metropolitan Atlanta area and expand their eternal brand.

Stonecrest is offering a unique space to host Amazon's second headquarters. This is the largest available land space in the metropolitan Atlanta area and the local officials are ready to welcome Amazon with open arms and loads of flexibility to be as creative as Amazon is willing to be.

Stonecrest welcomes Amazon to come visit us and tour the proposed site at their convenience. Stonecrest does not require a Special Land Use Permit to build on this site, so much of the red-tape required by other municipalities is eliminated.

For more information, please contact:

Sabrina Wright

Economic Development Manager

City of Stonecrest, Georgia

3120 Stonecrest Boulevard

Stonecrest, Georgia 30038

770-224-0213

470-445-3069

swright@stonecrestga.gov

www.stonecrestga.gov



Handwritten signature of Jason Lary in blue ink, written over a horizontal line. The signature is fluid and cursive, appearing to read "Jason W. Lary".

Jason Lary, Mayor

October 18, 2017

Date

APPENDIX

A

STATE OF GEORGIA
COUNTY OF DEKALB
CITY OF STONECREST

RESOLUTION 2017-10-01

A RESOLUTION AUTHORIZING A REQUEST TO THE GEORGIA GENERAL ASSEMBLY TO DEANNEC A PORTION OF THE CITY OF STONECREST TO BE INCORPORATED AS THE CITY OF AMAZON, GEORGIA.

WHEREAS, Amazon.com, Inc is a publicly traded U.S. Corporation and a leading internet retailer and technology company guided by the principles of customer obsession, passion for invention, commitment to operational excellence, and long term thinking;

WHEREAS, On or about September 7, 2017, Amazon.com, Inc announced its plan to build and operate Amazon HQ2, the company's second headquarters, and has requested various states within the United States to submit proposals for sites for the Amazon HQ2 development;

WHEREAS, Amazon is expected to invest over \$5 billion in construction and grow Amazon HQ2 to include as many as 50,000 high-paying jobs with an average annual total compensation exceeding one hundred thousand dollars (\$100,000) over the ten to fifteen-year period following commencement of operations;

WHEREAS, the City Council is charged in its Charter to undertake such actions which promote the peace, good order, protection of life and property, health, welfare, sanitation, comfort, convenience, prosperity, or well-being of the citizens of the City of Stonecrest;

WHEREAS, the City Council, having reviewed the Georgia Department of Economic Development request to qualified Georgia municipalities to submit to it a proposal for the site and development of the Amazon HQ2 in competition with other Georgia municipalities, believes responding to the proposal request is in the best interest of the citizens of Stonecrest, Georgia; and

WHEREAS, in connection with the City of Stonecrest's response to the proposal intends to propose a local act, for consideration by the Georgia General Assembly, to de-annex a portion of the City of Stonecrest, Georgia to be the city limits of a new city to be known as Amazon, Georgia.

WHEREAS, in connection with the City of Stonecrest's response to the proposal, it also intends to propose a local act, for consideration by the Georgia General Assembly to incorporate and provide for a charter for a new city to be known as Amazon, Georgia having the de-annexed area as the limits of said city.

NOW, THEREFORE, BE IT RESOLVED, and it is hereby resolved, by the Mayor and Council of the City of Stonecrest, Georgia, that:

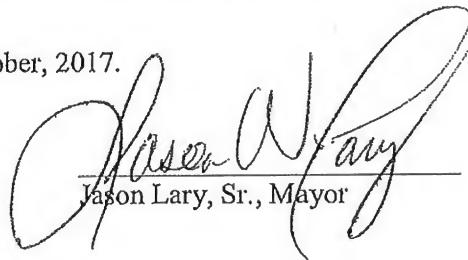
- 1) The Mayor is authorized to proceed in taking such action necessary to request the

[2266359/1]

Georgia General Assembly to pass local legislation that de-annexes a portion of property situated within the City of Stonecrest as the site of the development of the Amazon HQ2 in the City's proposal to the Georgia Department of Economic Development, but only to be effective if Stonecrest is selected as the site for Amazon HQ2.

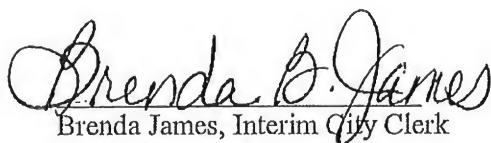
- 2) The Mayor is authorized to proceed in taking such action necessary to request the Georgia General Assembly to pass local legislation to incorporate and approve a charter for a new city to be known as Amazon, Georgia having as its city limits, the property to be de-annexed by local act of the Georgia General Assembly but to be effective only if Stonecrest is selected as the site for Amazon HQ2.

SO RESOLVED, this 2nd day of October, 2017.



Jason Lary, Sr., Mayor

ATTEST:



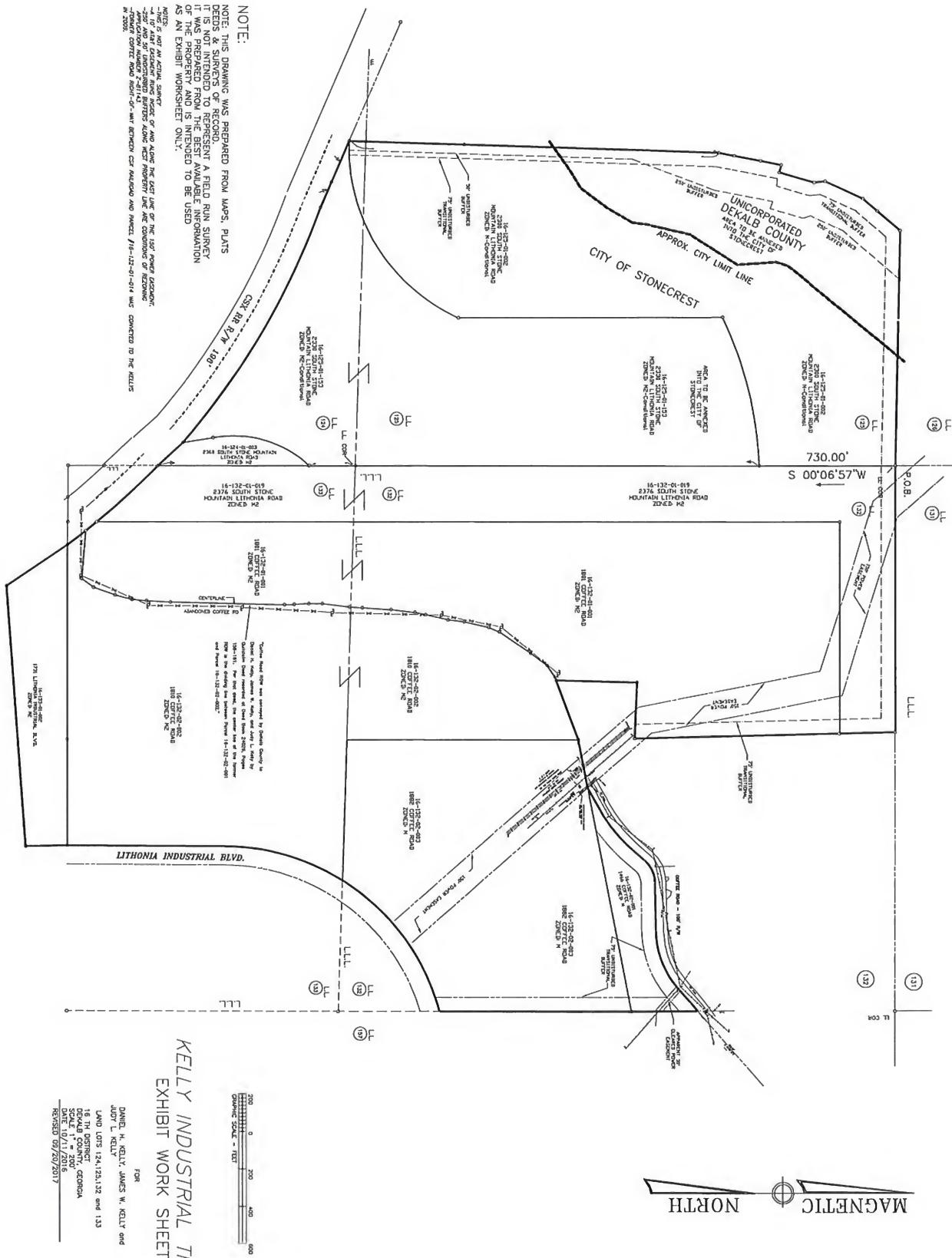
Brenda James, Interim City Clerk

APPENDIX

B

NOTE:

NOTE: THIS DRAWING WAS PREPARED FROM MAPS, PLATS, DEEDS & SURVEYS OF RECORD.
IT IS NOT INTENDED TO REPRESENT A FIELD RUN SURVEY.
IT WAS PREPARED FROM THE BEST AVAILABLE INFORMATION
OF THE PROPERTY AND IS INTENDED TO BE USED
AS AN EXHIBIT WORKSHEET ONLY.



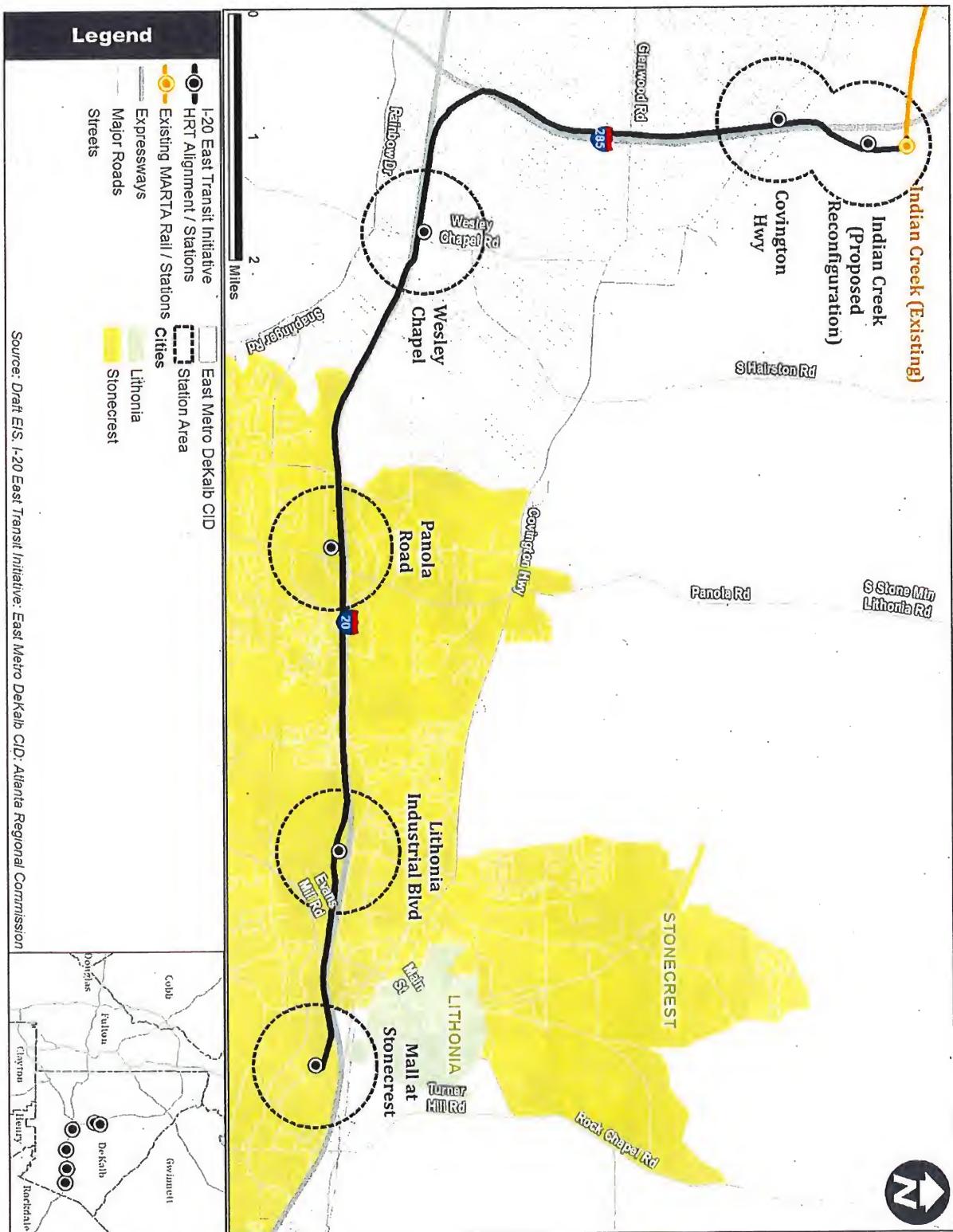
KELLY INDUSTRIAL TRACT
EXHIBIT WORK SHEET

DANIEL M. KELLY, JAMES W. KELLY or
JUDY L. KELLY
LAND LOTS 124, 125, 132 and 133
16 TH DISTRICT
DEKalB COUNTY, GEORGIA
SCALE 1" = 200'
DATE 10/11/2016
REVISED 09/20/2017

APPENDIX

C

Figure 1: Study Area

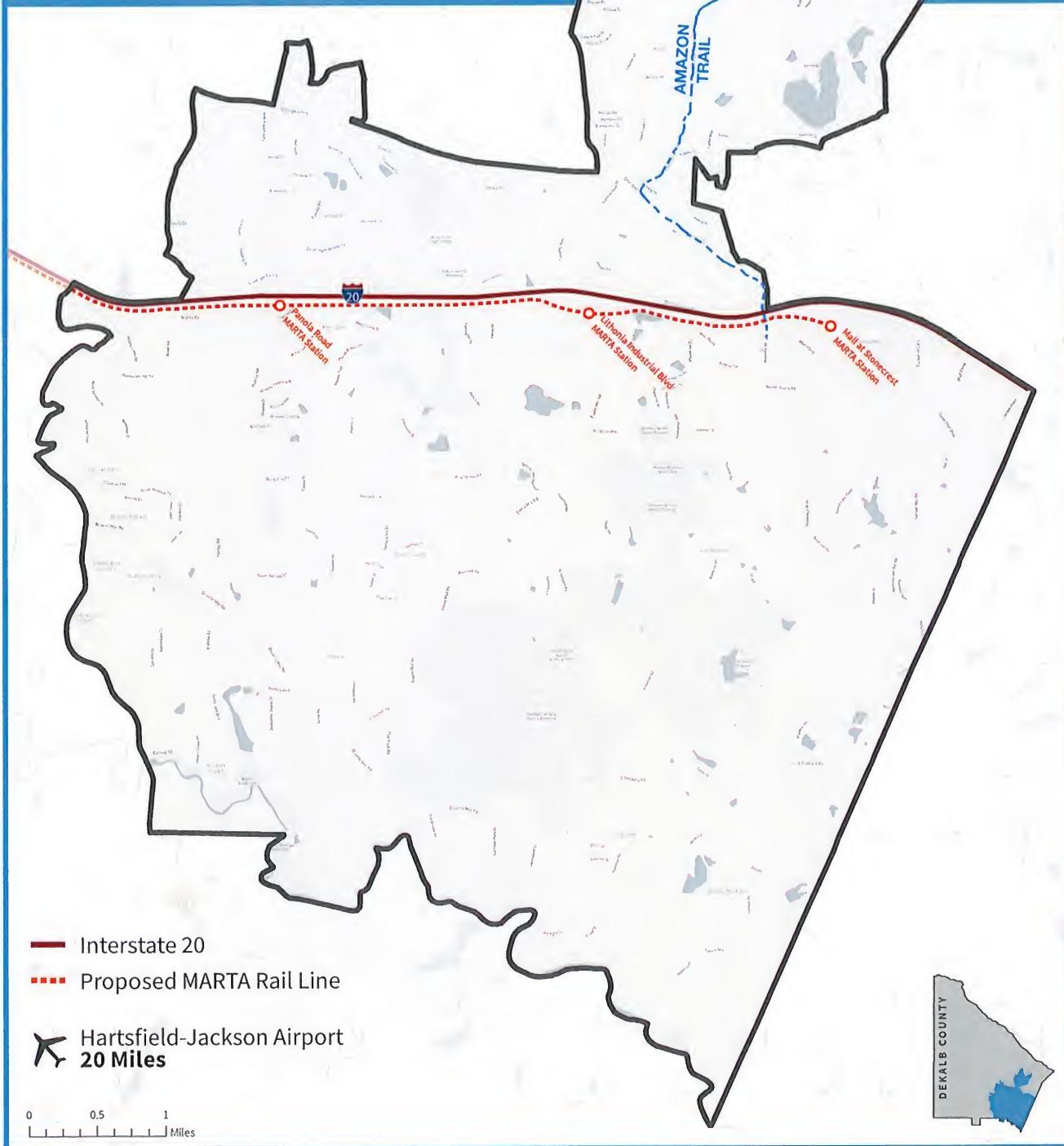


APPENDIX

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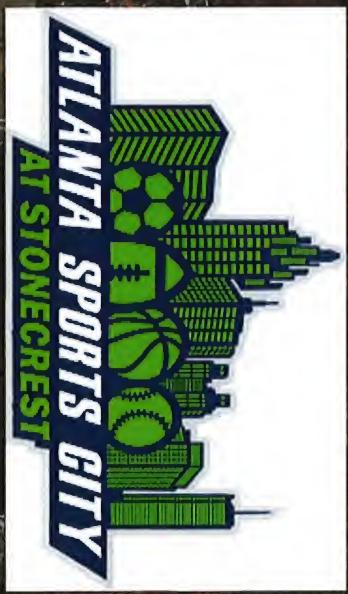
CITY OF
STONECREST
DEKALB COUNTY, GEORGIA

AMAZON
GEORGIA



APPENDIX

E





WHERE THE SPIRIT OF SPORTS LIVES

WATCH PLAY SHOP STAY



 www.AtlantaSportsCity.com  (404) 965-4125



ASC AT A GLANCE:

- 190 acre site
- Cost: \$200 million
- 15,000 seat professional soccer stadium
- 204,325 sf indoor athletic facility
- 38,966 sf of retail
- 22 multi-use fields, 7 sports diamonds, and 5 indoor courts
- Home to professional sports franchises, Georgia Soccer and USSSA sports.
- Located in the newly formed city of Stonecrest.
- Premier destination for sports and entertainment in the Southeast.

ECONOMIC IMPACT:

- Supports 1,937 jobs
- 3 million visitors expected annually
- \$105 million into DeKalb County's economy
- \$197 million economic impact in state of Georgia
- \$114 million in value added to the state's economy
- \$80 million in new demand in DeKalb County for lodging, food, etc.
- \$180 million in total economic output in DeKalb County
- As determined by University of Georgia Carl Vinson Institute of Government

POWERED BY:





THE LANDING:

Promenade with new retail, restaurants, attractions, a hotel, and a public plaza.

THE SPORTS CITY FIELD HOUSE:

Multi-sport facility with fitness center, athletic field & court, elevated walking track, restaurant, meeting rooms and sport rehab and training center.

SOCER VILLAGE:

Multi-use fields including several natural grass and elevated turf fields used primarily for soccer competitions, with concessions and viewing terraces.

GRIDIRON GROVE:

Several multi-use fields and an 8-lane outdoor track surface.

THE DIAMOND DISTRICT:

Two baseball diamonds, five softball fields, and batting cages.

XTRME HEIGHTS:

Area for extreme sports including a skate park, ziplining, rock climbing, and team building.

This family-oriented sports destination includes athletic training facilities, a field house with an indoor practice field, a covered outdoor field, 22 multi-use fields, 7 sports diamonds, a track, and 5 indoor courts. ASC will host a variety of sports and other activities including soccer, football, flag football, futsal, lacrosse, basketball, baseball, field hockey, tennis, volleyball, wrestling, cheerleading, fitness training, group events, field/court rental, and year-round camps.

ASC will be a state-of-the-art athletic facility offering organized sports programs, training, and open play for youth, collegiate, adult, and corporate participants. ASC's facility will accommodate various levels of sports in addition to professional training and corporate leadership & developmental programs.

The sports facilities will also host numerous amateur and professional sporting events throughout the year including tournaments drawing millions of visitors to the area. In addition to corporate and sports programming, Atlanta Sports City will be available for event rental for a variety of activities including conferences, concerts, graduations, job fairs and special needs events.

A sports medicine pavilion will house Emory Sports Medicine Center and provide medical, training and rehabilitative services while Emory Healthcare will anchor ASC's medical office health park and provide both primary and specialized care services to those living in and around the Stonecrest area.

Atlanta Sport City will provide a host of entertainment options such as a comedy club, a live music venue, museums, night clubs, and a public market. ASC will also offer an array of food options from concession stands to family-style dining and sports bars. A sports themed promenade and a new grand entrance will connect the sports complex to the Mall at Stonecrest adding 250,000 square feet of new retail, restaurants, attractions, and green space.

Visitors and residents alike will be able to take advantage of ASC's beautiful grounds through its walking and jogging paths, bike and skate rentals, and a children's playground and splash pad. A welcome center and kiosk will be onsite to offer a directory of the grounds, information on ASC, and other area attractions including the Arabia Mountain National Heritage Area.

STONECREST STADIUM:

15,000 seat stadium for championship games, matches, exhibitions, practices and home games for professional sports teams.

UPTOWN - THE ENTERTAINMENT DISTRICT:

Retail shops, restaurants, music and comedy venues, grocery store, Sports Walk of Fame, and Sports City Market.

MUNICIPAL COURTS:

Several indoor and outdoor tennis courts and a sports specific training facility located adjacent to the Diamond District.

OUTDOOR COVERED STADIUM:

Small stadium that seats 5,000 for sports competitions and 15,000 for graduations or concerts. Covered to allow continued play during all weather conditions.

THE PROMENADE:

Sports themed fan zone along a pedestrian promenade with walk of fame, kiosks, concessions and viewing terraces.



APPENDIX

F

STONECREST / AMAZON, GEORGIA IN THE NEWS

<http://www.newsweek.com/welcome-amazon-georgia-677295>

https://www.seattletimes.com/business/amazon/georgia-town-offers-to-create-a-new-city-named-amazon-in-hq2-bid/?utm_source=twitter&utm_medium=social&utm_campaign=article_left_1.1

<https://www.usatoday.com/story/tech/news/2017/10/03/city-aims-name-new-town-company-amazon-georgia/727765001/>

<http://expressnewsonline.com/2017/10/03/stonecrest-makes-unique-pitch-to-amazon-by-naming-city.html>

<http://www.decaturish.com/2017/10/report-stonecrest-proposes-naming-city-of-amazon-to-attract-company-headquarters/>

http://www.mdjonline.com/neighbor_newspapers/news/stonecrest-announces-bid-for-next-amazon-headquarters/article_d134063e-a84c-11e7-8c72-4b7cd29a7fda.html

<http://www.cbs46.com/story/36507548/stonecrest-makes-unique-pitch-to-amazon-by-naming-city-after-retail-giant>

<http://www.ajc.com/news/local-govt--politics/city-amazon-proposed-attract-company-hq2-georgia/WVuopYRd6WFQE3w7JcdnO/?eas>

http://www.crossroadsnews.com/news/stonecrest-votes-to-create-city-of-amazon-if-amazon-picks/article_7d0582c4-a796-11e7-a86e-47683cafbee7.html?utm_medium=social&utm_source=email&utm_campaign=user-share